Division of Corporations

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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

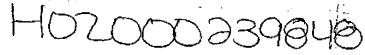
Account Number : 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

southern patriot enterprises, inc.

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03
\$78.75

12300



ARTICLES OF INCORPORATION

OF

SOUTHERN PATRIOT ENTERPRISES, INC.

ARTICLE I

THE NAME OF THE CORPORATION IS: SOUTHERN PATRIOT ENTERPRISES, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN OR TRANSACT IN ANY OR ALL ACTIVITY OF BUSINESS PERMITED UNDER THE LAWS OF THE UNITED STATE OF FLORIDA.

ARTICLE III

THE CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AN AGREGATE NUMBER OF SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES OF ONE CLASS OF COMMON STOCK HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE. THIS CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FEXED BY THE BOARD OF DIRECTORS.

ARTICLE IV

ALL SHAREHOLDERS OF THE CORPORATION SHALL BE VESTED WITH FULL PREEMTIVE RIGHTS.

ARTICLE V

THE CORPORATION INITIAL REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA IS:

· LUIS JIMENEZ

8706 S.W.-214 STREET MIAMT-FLORTDA-33189

THE INITIAL PRINCIPAL OFFICE IS:

8706 S.W.-214 STREET MIAMT-FLORIDA-33189

HAVING BEEN NAMED INITIAL REGISTERED AGENT FOR THIS CORPORATION, I HEREBY ACCEPT SUCH AND CONSENT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL THE REQUIREMENTS OF THE LAW PERTAINING THERETO.

REGISTERED AGENT

1-102000039948

ARTICLE VI

THE NUMBER OF DIRECTORS CONTITUTING THE INITIAL ROARD OF DIRECTORS OF THE CORPORATION IS ONE, THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY LAWS, BUT SHALL. NEVER BE LESS THAN ONE.

ARTICLE VII

THE NAME AND ADDRESS OF THE MEMBER OF THE BOARD DIRECTORS ARE:

LUIS JIMENEZ

8706 S.W.-214 STREET MIAM1-FLOKIDA-33189

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION 19:

LUIS JIMENEZ

8706 S.W.-214 STRTET MIAM1-FLORIDA-33189

ACKNOWLEDGEMENT

COUNTY OF DADE

STATE OF FLORIDA

BEFORE A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENT inf the state of florida and county of dade, set forth above, PERSONALLY APPEARED: LUIS JIMENEZ

, know to me and by me to be the person who executed the foregoing ARTICLES OF INCORPORATION, AND (HE) (SHE) ACKNOWLEDGE BEFORE ME THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

I HAVE SET HEREUNTO MY HAND SEAL IN WITNESS WHEREOF, AFFIXED, IN THE STATE OF PLORIDA, COUNTY OF DADE, THIS OF DECEMBER 2002

MY COMMISSION EXPIRED CELESTINO ROURICUEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CCV/3293 MY COMMISSION EXP. OCT. 52004